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ORIGINAL

April 26, 2002

FOR PUBLIC INSPECTION

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EX PARTE OR LATE FILED

Ms. Marlene Dortch
Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20054

Re: **Ex Parte** - Consolidated Application of EchoStar Communications Corporation, Hughes Electronics Corporation, and General Motors Corporation for Authority to Transfer of Control (CS Docket No. 01-348)

Ms. Dortch:

Hughes Electronics Corporation ("Hughes") and General Motors Corporation ("GM") hereby submit documents in response to the Commission's February 4, 2002 Initial Information and Document Request (the "Request"). The documents are being provided pursuant to the Request, as clarified in our February 21, 2002 procedural meeting, in the manner set forth in our letter dated February 28, 2002 and in the joint letter from EchoStar Communications Corporation ("EchoStar"), Hughes and GM dated March 5, 2002.

This production includes 2 boxes of documents that are confidential and 1 box of public documents. Two copies of the public documents are provided herewith. One copy of the confidential documents is being submitted with the version of this cover letter marked "Confidential Filing: Not for Public Inspection" and is being filed under seal with the FCC Secretary's Office and should not be placed in the public record in this proceeding. All the documents produced to the Commission are Bates stamped. Enclosed in each of the boxes is (i) an index of the Bates numbers of the documents contained therein and (ii) a copy of this letter for reference. Two copies of the confidential documents are also being delivered to Marcia Glauberman and Linda Senecal. The confidential documents submitted by GM and Hughes are marked "CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN CS DOCKET NO. 01-348" and "Copying Prohibited" in accordance with the Protective Order adopted in this proceeding on January 7, 2002. Because all of the documents submitted are confidential, we are not submitting redacted copies of the documents. Attached as Exhibit A is a

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list of the confidential documents by Bates number and person. Further, we are not producing privileged documents (*e.g.*, subject to attorney-client privilege).

Our February 28, 2002 letter to the Commission set forth the sources from which Hughes and GM had collected documents. Based on our discussions with the Commission, we identified a subset of those individuals and reviewed their documents. With this production, we have provided all the responsive documents that have been identified from the documents that had been collected from those individuals.

Hughes and GM have exercised good faith in the review of documents to determine responsiveness to the Commission's request. Should there be any questions regarding this matter, please contact the undersigned.

Respectfully submitted,

Gary M. Epstein /AHS

Gary M. Epstein
Alex Hoehn-Saric
Counsel for General Motors Corporation and Hughes Electronics Corporation

Enclosures

cc: Marcia Glauberman
Linda Senecal

Exhibit A

Hughes Electronics Corporation

Response to FCC Initial Request for Information dated February 4, 2002

Log of Confidential Documents Provided to FCC on April 26, 2002

Production Number	Document Source	Business Unit Source	Request No.
FCC1A 000000052 - FCC1A 000000063	FERGUSON, T	DIRECTV	XV.A
FCC1A 000000064 - FCC1A 000000064	FERGUSON, T	DIRECTV	XV.A
FCC1A 000000065 - FCC1A 000000084	FERGUSON, T	DIRECTV	XV.A
FCC1A 000000085 - FCC1A 000000100	FERGUSON, T	DIRECTV	XV.A
FCC1A 000000101 - FCC1A 000000112	FERGUSON, T	DIRECTV	XV.A
FCC2A 000001279 - FCC2A 000001289	COOK, M	HNS	XV.A
FCC2A 000001290 - FCC2A 000001294	GULLA, P	HNS	XIII.D
FCC2A 000001295 - FCC2A 000001304	GULLA, P	HNS	XIII.D
FCC2A 000001305 - FCC2A 000001308	GULLA, P	HNS	XIII.D
FCC2A 000001309 - FCC2A 000001310	BAUMEL, S	HNS	XIII.D
FCC2A 000001311 - FCC2A 000001314	BAUMEL, S	HNS	XIII.D
FCC2A 000001315 - FCC2A 000001316	SLEKYS, A	HNS	XIII.D
FCC4A 000000118 - FCC4A 000000213	DOWNING, M	BROADBAND	XV.C
FCC4A 000000214 - FCC4A 000000309	DOWNING, M	BROADBAND	XV.C
FCC4A 000000310 - FCC4A 000000349	DOWNING, M	BROADBAND	XV.C
FCC4A 000000350 - FCC4A 000000390	DOWNING, M	BROADBAND	XV.C
FCC1B 000003775 - FCC1B 000003777	FERGUSON, T	DIRECTV	XV.A
FCC1B 000003778 - FCC1B 000003894	FERGUSON, T	DIRECTV	XV.A
FCC1B 000003895 - FCC1B 000003906	FERGUSON, T	DIRECTV	XV.A
FCC2B 000008467 - FCC2B 000008467	SALAMOFF, S	HNS	XV.A
FCC2B 000008468 - FCC2B 000008471	BOWEN, H	HNS	XIII.D
FCC2B 000008472 - FCC2B 000008473	BOWEN, H	HNS	XIII.D
FCC2B 000008474 - FCC2B 000008484	BOWEN, H	HNS	XV.A
FCC2B 000008485 - FCC2B 000008487	BOWEN, H	HNS	XV.A
FCC2B 000008488 - FCC2B 000008510	GULLA, P	HNS	XIII.D
FCC2B 000008511 - FCC2B 000008512	GULLA, P	HNS	XIII.D
FCC2B 000008513 - FCC2B 000008541	GULLA, P	HNS	XIII.D
FCC2B 000008542 - FCC2B 000008543	GULLA, P	HNS	XIII.D
FCC2B 000008544 - FCC2B 000008555	GULLA, P	HNS	XV.A
FCC2B 000008556 - FCC2B 000008556	HOVERSTEN, E	HNS	XV.B
FCC2B 000008557 - FCC2B 000008567	COOK, M	HNS	XV.A

Production Number	Document Source	Business Unit Source	Request No.
FCC2B 000008568 - FCC2B 000008593	COOK, M	HNS	XV.A
FCC2B 000008594 - FCC2B 000008604	COOK, M	HNS	XV.A
FCC2B 000008605 - FCC2B 000008618	COOK, M	HNS	XV.A
FCC2B 000008619 - FCC2B 000008626	COOK, M	HNS	XV.A
FCC2B 000008627 - FCC2B 000008634	COOK, M	HNS	XV.A
FCC2B 000008635 - FCC2B 000008639	COOK, M	HNS	XV.A
FCC2B 000008640 - FCC2B 000008653	COOK, M	HNS	XV.A
FCC2B 000008654 - FCC2B 000008700	BOWEN, H	HNS	XV.A
FCC2B 000008701 - FCC2B 000008740	BOWEN, H	HNS	XIII.D
FCC2B 000008741 - FCC2B 000008763	GULLA, P	HNS	XIII.D
FCC2B 000008764 - FCC2B 000008765	GULLA, P	HNS	XIII.D
FCC2B 000008766 - FCC2B 000008794	GULLA, P	HNS	XIII.D
FCC2B 000008795 - FCC2B 000008796	GULLA, P	HNS	XIII.D
FCC1C 000009564 - FCC1C 000009572	FERGUSON, T	DIRECTV	XV.A
FCC1C 000009573 - FCC1C 000009585	FERGUSON, T	DIRECTV	XV.A
FCC2C 000020592 - FCC2C 000020612	BOWEN, H	HNS	XV.A
FCC2C 000020613 - FCC2C 000020620	SLEKYS, A	HNS	XV.A

Public Documents

T. Ferguson	FCC1A 000000052-000000112
M. Cook	FCC2A 000001279-000001289
P. Gulla	FCC2A 000001290-000001308
S. Baumel	FCC2A 000001309-000001314
A. Slekys	FCC2A 000001315-000001316
M. Downing	FCC4A 000000118-000000390

Hughes Electronics Corporation Response to
FCC Initial Request for Information dated February 4, 2002

Production #s: FCC2A000001315 – FCC2A000001316

Source: Arunas Slekys
Hughes Network Systems

FCC Request Responsive to: XIII.D.

USER ID: PRINT01
DATE: 4/26/02 TIME: 9:41:48 AM

DOCUMENT SEPARATOR SHEET

Print Batch Document #: 1

Forbes.com

Satellite Internet Access Up In The Air

By Betsy Schiffman

EarthLink execs all have little satellites orbiting around their lustful eyes. And they aren't the only ones. Just about every major Internet service provider (ISP), including **AOL Time Warner** and **Juno** , either have plans to or already offer broadband Internet access via satellite--regardless of whether anyone wants it.)--People do want broadband as internet usage rises and content becomes the main thrust vs. traditional usage (i.e. email, surfing). The fair statement is: people want broadband but don't care where it's coming from as long as its affordable, reliable, and accessible. Thus, the case for cable vs. DSL vs. satellite and options to choose.

This week EarthLink jumped on the bandwagon and said it will offer two-way satellite Internet access nearly nationwide by the end of May. The services, powered by **Hughes Electronics** ' DirecPC, will deliver downstream speeds of 400 Kbps and upstream speeds of 128 Kbps. That's about two to seven times faster than a dialup 56K modem. Besides the speed, the lure of satellite access over digital subscriber line is that customers can sign up for the service and avoid the messy, and often painful, DSL installation process.) --the other lure of satellite technology is accessibility w/no geographic limitations and multicasting (no other technology has this capability). Not to mention, reliability/quality is good -- no latency issues with typical web site access and many other comm applications.

But satellite access isn't cheap. Besides the upfront $649 equipment costs and $250 installation fee, EarthLink satellite subscribers will pay a monthly fee of $69.95--a hefty price for a service that isn't remarkably fast. DSL providers offer comparable speeds with an upfront cost of $200 to $250 for a modem, and around $100 or less for installation; monthly fees are at least $20 lower than satellite subscriber fees.)--cost is not a singular and objective means of comparison alone -- one size does not fit all -- each technology has its pros/cons and place in the landscape.

"It would be nice if it were cheaper so more people could get the service. But the reality is that it costs a lot of money to put satellites in the air and keep them going," says Tom Andrus, EarthLink's vice president of emerging technologies.

EarthLink isn't the only ISP to roll out a satellite service. In June 1999, AOL invested $1.5 billion in Hughes Electronics. The idea behind the investment was that AOL could offer broadband satellite access.)--what about their interest in the TV/internet package? In October 2000, the company officially launched its satellite service, AOL Plus.

AOL's service is one-way, which means that users only get downstream satellite access at speeds of 400 Kbps. To upload data, customers still have to resort to a narrowband 28.8K or 56K dialup connection. AOL Plus costs $19.95, on top of the $21.95 for a standard AOL membership. In addition, customers have to buy the equipment (including a satellite dish to receive the signal and a modem) for about $149.

Besides the cost, satellite technology is less than stellar.

"There are technical issues in terms of reliability and scalability," says Jupiter Research analyst Joe Laszlo. "The real market for satellite access is going to be people that don't have a choice--people that live in rural areas where cable or DSL upgrades would be too costly." (There are studies showing people moving from cable to satellite in increasing numbers -- we should provide stats from recent article in the news. This technology is all about freedom of choice today, even in metro areas...)

Nobody is going to want to pay a premium for a mediocre (HOW IS MEDIOCRE DEFINED? NOT OBJECTIVE STATEMENT) service just because it's beamed from outer space. There are already comparable terrestrial services that are cheaper. Satellite services would be in hot demand if they offered a fix to a problem. THEY DO FIX A PROBLEM . While cable companies are riddled with customer-service issues and DSL providers can't seem to get installation right, the technology works fine. And costs less.

Jupiter Research predicts that by 2005, there will be a total of 29 million households online but only 1.4 million households using satellite access. (IS $30B by 2010 peanuts -- where is frame of reference to cost associated with 1.4 million household statement?) In the scheme of things, the satellite market is peanuts. Supposing the satellite customer base is split between three different providers, the business will be so small that there won't be much room for profits.

So, what's the point? Why are EarthLink and AOL moving forward with satellite services when there's no sure market? In part, it's just a matter of covering all bases. EarthLink is second fiddle in a space where AOL reigns. It's in EarthLink's benefit to offer access to all technologies, be it DSL, cable, or satellite services, regardless of the immediate take-home.

AOL's reasons for entering the satellite business are slightly more complex. Before merging with Time Warner, AOL essentially had no way to enter the broadband arena, and it was beginning to look like cable Internet providers such as **Excite@Home** were positioned to cream them. After the Time Warner merger, AOL gained access to Time Warner's cable access provider, Road Runner, and its broadband woes were put to rest.

"AOL was afraid of getting locked out of broadband," says CIBC World Markets analyst John Corcoran. "It was simultaneously pursuing relationships that would let it offer DSL and cable services, and then it hedged its bet on Hughes so it had access to satellite infrastructure as well."

It may have seemed like a good bet at the time, but now it looks like a waste of money.)--THIS REFLECTS NEGATIVELY ON ISPs, HNS, and the satellite industry at large.

Hughes Electronics Corporation Response to
FCC Initial Request for Information dated February 4, 2002

Production #s: FCC2A000001309 – FCC2A000001314

Source: Sam Baumel
Hughes Network Systems

FCC Request Responsive to: XIII.D.

USER ID: PRINT01
DATE: 4/26/02 TIME: 9:40:36 AM

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WebTV, EchoStar Debut Internet Satellite Service

By the InternetNews.com staff

[January 7, 1999] At the Consumer Electronic Show in Las Vegas Thursday, WebTV Networks Inc. and EchoStar Communications Corp. unveiled the Microsoft WebTV Network Plus, a satellite-based high-speed Internet service.

The system will use Microsoft's WebTV set-top box and EchoStar's DISH Network satellite service.

Slated for release this spring, the combination service and product integrates the DISH Network's digital satellite television programming with Internet service from WebTV Networks.

EchoStar said its EchoStar Model 7100 satellite receiver is the first satellite receiver that offers a built-in multigigabyte hard drive, which is able to record and play back simultaneous full-quality digital video. The receiver's disk drive provides various enhanced digital TV features, such as a TV Pause, which freezes a TV show for as long as 30 minutes, automatic recording of several hours of high-quality digital video and downloadable video games.

The companies will also offer an optional digital video recording service by the end of the year. The EchoStar Model 7100 will retail for $499.

WebTV Plus service for satellite is a broadband-enhanced version of the WebTV Plus service offering Internet access, up to six e-mail accounts and child-protection features. The EchoStar Model 7100 supports multimedia e-mail features in the WebTV Network service, allowing

InternetNews Staff

users to plug in a camcorder and send pictures and audio clips through e-mail.

In addition, the WebTV Plus service for satellite will offer various games such as Id Software Inc.'s "Doom," which can be updated with new gameplay features each month. The WebTV Plus service for satellite will cost $24.95 per month.

"The EchoStar Model 7100 satellite receiver is a milestone in the history of television," said Steve Perlman, president and co-founder of WebTV Networks.

"The satellite's broadband delivery capability, combined with a massive disk drive, frees viewers from a fixed TV broadcast schedule, allowing them to watch what they want, when they want.

"This capability is seamlessly integrated with the WebTV Plus service, expanding the viewing experience with high-speed Internet access and interactive television. This product is the world's first glimpse of 21st century television," Perlman said.

Last modified: Thursday, 07-Jan-1999 12:17:36 EST

More News

USER ID: PRINT01
DATE: 4/26/02 TIME: 9:40:39 AM

DOCUMENT SEPARATOR SHEET

Print Batch Document #: 2

FOR RELEASE WEDNESDAY, JULY 19, 2000

AT&T Wireless To Offer Residential Broadband Service in Four New Cities

Company Begins Expansion to Serve 15 Million Homes by End of 2002

Announces Outsourcing Agreement Lucent Technologies

REDMOND, WA – Residential customers in Anchorage, Houston, Los Angeles and San Diego will soon be able to receive high-speed Internet access and local telephone service using patented fixed wireless technology from AT&T Wireless (NYSE: AWE).

The expansion of AT&T Digital Broadband into these new markets follows a highly successful introduction in the Dallas-Fort Worth area where more than 2,000 customers already receive advanced communications services.

San Diego will be the first of the three new markets to come on line around September 2000. The company expects to make the service available to some 15 million homes in 40 markets by the end of 2002.

"The Internet is driving everything, and consumers have been asking for high speed connectivity coupled with high quality voice service," said Michael Keith, president and chief executive officer of the AT&T Fixed Wireless division. "And, we can easily and cost-effectively meet these needs. With more than 275 million people on line, one billion web pages and 75 million host computers, consumer demand for high-speed online capabilities will continue to grow over the coming years."

High Speed Internet, Quality Voice Services to the Home

AT&T Digital Broadband offers residential customers lightning fast Internet connections for up to five computers simultaneously and four high quality voice lines with various calling features. Data speeds for accessing the Internet can be as high as 512 kbps, 12 times faster than traditional dial-up modems. The company plans to upgrade data speeds to 1 Mbps by the end of 2000. Customers can use existing phones in the home for voice service.

Initially, AT&T Digital Broadband will be available to single-family residences. Small business will be able to receive the service later this year. AT&T Wireless's fixed

wireless is based on patented OFDM (Orthogonal Frequency Division Multiplexing) technology developed by AT&T Wireless.

Keith pointed out that AT&T Wireless is delivering on its promise to bring consumers advanced technology and value-added services, all at an economical price. "We are also giving people a choice for a local phone provider and a local Internet provider rolled into one," he said.

To support the roll out of service in the new markets, AT&T Wireless also announced an outsourcing agreement with Lucent Technologies valued at approximately $250 million over two years. Lucent will manufacture and install broadband network infrastructure equipment for AT&T Wireless as it enters these, and other markets in the future.

The company said it is currently in the process of negotiating other outsourcing agreements for manufacturing base stations and customer premise equipment, cell site deployment, and installation and maintenance.

How AT&T Digital Broadband Works

Voice and data signals are transmitted between nearby "base stations" and a small antenna installed on the exterior of a customer's home. Similar to cell phone technology, line-of-sight between a "base station" and customer's home is not required. A wire connection is made from the antenna to a digital control unit in the home. The control unit is then connected to an existing inside phone wiring jack and an AC power supply outlet.

Customers taking advantage of the "always on" high-speed wireless data services of AT&T Digital Broadband can have AT&T technicians install commercially available network interface cards in their PCs. Homes connected to the service also have the capability of enabling a Local Area Network (LAN) that can link up to five computers installed with compatible network interface cards. Each computer can use the high-speed data service to connect to the Intranet.

Additionally, customers selecting the high-speed data service can make voice calls even when they are surfing the Internet. This feature provides the flexibility sometimes required when they need to speak with a customer service agent as they shop online.

Expanding Advanced Wireless Broadband Internationally

AT&T Wireless recently announced plans to develop, license and sell AT&T's Digital Broadband technology with Motorola. Under those plans, AT&T Wireless will provide Motorola with a temporary license to supply equipment to local service providers outside the United States. An international local service provider will be announced sometime in the second half of 2000. AT&T Wireless's strategy is to expand its technology quickly beyond North America and the Motorola agreement is a first step in that process.

About AT&T Wireless

AT&T Wireless (NYSE: AWE), operates one of the largest digital wireless networks in North America. With more than 12.5 million subscribers, AT&T Wireless is committed to being the premier provider of high-quality wireless communications services, whether mobile or fixed, voice or data, to businesses or consumers, in the U.S. and internationally.

Forward looking statements

Certain statements contained in this press release are forward looking statements that involve a number of risks and uncertainties. These forward looking statements include, without limitation, statements about future products, decisions of other participants, and other similar factors, over which AT&T Wireless has no control and which are inherently very difficult to predict. In addition, there are other factors that could cause actual results to differ materially, including competitive pressures, and the risk factors identified in the Company's prospectus dated March 28, 2000 and those that are listed from time to time in the Company's public reports. The reader should remember that these forward-looking statements are only predictions and are not statements of historical fact.

For more information, reporters may contact:

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rblasi@att.com

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